

EXHIBIT Q

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SETH RAVIN - 7/21/2010

IN THE UNITED STATES DISTRICT COURT
NORTHERN DISTRICT OF CALIFORNIA
SAN FRANCISCO DIVISION

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VIDEOTAPED DEPOSITION OF SETH RAVIN

JULY 21, 2010

VOLUME II

(Pages 276 - 382)

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REPORTED BY: SARAH LUCIA BRANN, CSR 3887 (#429524)

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11:16:03 3 Q. Anything else besides PeopleSoft, Siebel,
11:16:06 4 JDEdwards, and SAP at a higher -- at the highest
11:16:09 5 level?
11:16:09 6 A. Those are the product lines today we
11:16:11 7 support.
11:16:11 8 Q. I noticed by looking on your web site
11:16:15 9 there are a portion you call product and releases
11:16:19 10 that lists not only -- the product lines and
11:16:21 11 releases. To the best of your knowledge, is that
11:16:24 12 information that's currently on your web site
11:16:25 13 current?
11:16:30 14 A. I believe so.
11:16:30 15 Q. And over time has Rimini Street attempted
11:16:34 16 to make sure that that information is current as you
11:16:36 17 added new product lines?
11:16:38 18 A. I believe so.
11:16:39 19 Q. When did you first start supporting
11:16:41 20 Siebel?
11:16:43 21 A. We launched the product availability in --
11:16:47 22 with the company's launch in September of 2005, and
11:16:52 23 began supporting our first customer, I believe, in
11:16:55 24 early 2006.
11:16:58 25 Q. And in early 2006, would that be like

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11:17:03 1 January, February of 2006?

11:17:05 2 A. I don't remember specifically, but I

11:17:07 3 believe it was early 2006.

11:17:10 4 Q. And Siebel was the first product line you

11:17:13 5 supported?

11:17:13 6 A. Yes.

11:17:14 7 Q. What was the next product line you

11:17:16 8 supported?

11:17:17 9 A. We added in PeopleSoft.

11:17:21 10 Q. When did you begin supporting that?

11:17:24 11 A. I believe it was sometime in mid-2006.

11:17:33 12 Q. What about JDEdwards?

11:17:36 13 A. I believe sometime shortly thereafter.

11:17:39 14 Q. When you say mid-2006, are you saying May,

11:17:42 15 June, July 2006?

11:17:44 16 A. I believe in that range.

11:17:45 17 Q. When did you --

11:17:48 18 A. I am sorry. You know, it may have

11:17:49 19 actually been 2007. I don't remember exactly.

11:17:54 20 Q. For JDEdwards?

11:17:56 21 A. For JDEdwards and PeopleSoft, because we

11:17:59 22 had to wait until a particular non-compete expired

11:18:02 23 with SAP.

11:18:03 24 Q. And that's related to your non-compete

11:18:05 25 agreement with SAP and TomorrowNow?

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11:18:09 1 A. That is correct.

11:18:09 2 Q. What was your understanding about the

11:18:11 3 length of that non-compete?

11:18:13 4 A. I don't remember exactly what the timeline

11:18:16 5 was, but it related to some -- I think it was at

11:18:19 6 least one year after my departure from SAP, which

11:18:23 7 was March of 2005.

11:18:26 8 Q. So, assuming it was a one-year

11:18:30 9 non-compete, could you begin through Rimini Street

11:18:34 10 supporting PeopleSoft and JDEdwards, at least

11:18:37 11 promoting the services, at the beginning of March of

11:18:42 12 '06?

11:18:43 13 A. It would have been shortly after the

11:18:45 14 non-compete expired.

11:18:46 15 Q. When did you -- when did Rimini begin

11:18:50 16 supporting SAP product?

11:18:52 17 A. We began supporting -- we launched SAP

11:18:55 18 initiative in May of 2008, officially launched the

11:19:01 19 service in May of 2009.

11:19:04 20 Q. What is your understanding of when Oracle

11:19:06 21 acquired Siebel?

11:19:09 22 A. My understanding of when Oracle acquired

11:19:12 23 Siebel was around September of 2005.

11:19:16 24 Q. And so you did not -- Rimini Street did

11:19:19 25 not actually begin supporting Siebel until after

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11:19:21 1 Oracle had already acquired it.

11:19:23 2 A. I believe technically the acquisition

11:19:27 3 wasn't completed at the time that we had launched

11:19:30 4 Rimini Street in September of 2005.

11:19:32 5 Q. Did you consider yourself in -- did you

11:19:35 6 consider Rimini Street in competition with Oracle

11:19:38 7 when it began servicing Siebel customers in early

11:19:41 8 2006?

11:19:43 9 A. I believe we were competitors in the

11:19:46 10 support services products, yes.

11:19:48 11 Q. Did you consider Rimini Street to be

11:19:51 12 competing with TomorrowNow at that time?

11:19:57 13 A. I don't believe TomorrowNow had a Siebel

11:19:58 14 product at the time that we launched our Siebel

11:20:01 15 product at Rimini Street.

11:20:03 16 Q. Did you consider -- once Rimini Street

11:20:07 17 began supporting PeopleSoft, did you consider Rimini

11:20:10 18 Street to be competing with Oracle?

11:20:13 19 A. Yes, they were a competitor of ours for

11:20:16 20 support services.

11:20:18 21 Q. Who else did you consider Rimini Street to

11:20:21 22 be competing with at that time?

11:20:23 23 A. Well, we considered CedarCrestone a

11:20:27 24 competitor for PeopleSoft product, and we considered

11:20:32 25 netCustomer a competitor for JDEdwards product. And

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11:20:36 1 there was another company, VersaTech, which we
11:20:40 2 considered a competitor for JDEdwards product.
11:20:43 3 Q. And for all of the customers that you were
11:20:46 4 acquiring during that time did you consider yourself
11:20:48 5 being in the market and having to compete to gain
11:20:50 6 those customers with those entities you just
11:20:52 7 described?
11:20:53 8 A. Yes.
11:20:55 9 Q. Would that also include TomorrowNow?
11:20:57 10 A. Yes.
11:20:59 11 Q. Any others as you sit here today that you
11:21:01 12 can recall back in that 2006 time frame?
11:21:05 13 A. There was another company in the Denver
11:21:08 14 area that I don't recollect the name of.
11:21:14 15 Q. What about in 2007? What are the
11:21:19 16 companies that you considered Rimini Street to be in
11:21:22 17 competition with?
11:21:24 18 A. CedarCrestone continuously since the
11:21:28 19 inception of Rimini Street for PeopleSoft product.
11:21:32 20 NetCustomer continued to be a competitor for both
11:21:37 21 PeopleSoft and JDEdwards. And I believe those
11:21:40 22 were -- and VersaTech continued as a competitor for
11:21:47 23 JDEdwards products.
11:21:49 24 Q. What about -- you mentioned Spinnaker.
11:21:52 25 Were you competing with Spinnaker in the 2007 time

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11:21:56 1 frame?

11:21:57 2 A. I don't believe Spinnaker entered the

11:22:00 3 third party support business until roughly in the

11:22:02 4 September-October 2008 time frame.

11:22:10 5 Q. And all the competitors that you have

11:22:11 6 named so far, did you consider them to be

11:22:16 7 substantial competitors to Rimini Street at the

11:22:19 8 time?

11:22:20 9 MR. HOWARD: Objection to form.

11:22:22 10 MR. COWAN: Q. Do you understand what I

11:22:22 11 mean by "substantial"?

11:22:24 12 A. No. If you could clarify, please.

11:22:26 13 Q. In the sense of that they were a real

11:22:29 14 threat to Rimini Street's ability to get customers,

11:22:32 15 in other words, it was real competition, not someone

11:22:34 16 that was just in the market servicing a few

11:22:37 17 customers, but someone that was a robust competitor

11:22:40 18 that you and Rimini Street had to aggressively

11:22:45 19 market against and compete against.

11:22:47 20 MR. HOWARD: Objection to form. Vague and

11:22:48 21 ambiguous.

11:22:49 22 MR. COWAN: Q. So with that

11:22:50 23 definition you -- now you understand what I mean by

11:22:52 24 substantial competition?

11:22:53 25 A. Yes. Yes. We often competed head to head

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11:22:57 1 against CedarCrestone in PeopleSoft projects. We --
11:23:02 2 again, when Spinnaker entered the marketplace they
11:23:06 3 had over, I believe, 80 customers. They were larger
11:23:10 4 than we were in the JDEdwards support space, with a
11:23:12 5 wider offering internationally.
11:23:14 6 And netCustomer had been in the business
11:23:21 7 as a -- coming off being a contractor for
11:23:24 8 PeopleSoft, and had apparently, according to them,
11:23:26 9 substantial business. And VersaTech claimed to have
11:23:30 10 over 100 customers. So I would say that would make
11:23:32 11 them all substantial players.
11:23:34 12 Q. And was TomorrowNow still a substantial
11:23:37 13 competitor in the 2007 time frame?
11:23:40 14 A. Absolutely, our largest outside of the
11:23:42 15 vendors themselves.
11:23:47 16 Q. What about 2008, in that time period? Who
11:23:52 17 do you recall being Rimini's substantial competitors
11:23:55 18 in the third party support market in 2008?
11:23:58 19 A. CedarCrestone would have been a
11:24:01 20 substantial competitor, other than Oracle, for
11:24:05 21 Oracle products. Spinnaker entered the market and
11:24:08 22 was clearly the leader in JDEdwards support, and so
11:24:12 23 we had tough competition with them.
11:24:14 24 And I think those were really our two
11:24:18 25 primary competitors outside of the vendor at that

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11:24:21 1 time.

11:24:23 2 Let me add one part to that. And for

11:24:26 3 Siebel our largest competitor was actually

11:24:30 4 self-support, which of course many customers choose

11:24:33 5 to self-support on all of those platforms.

11:24:36 6 Q. Has that been true ever since you began

11:24:39 7 Rimini Street -- began servicing customers through

11:24:42 8 Rimini Street in early 2006?

11:24:44 9 A. Yes.

11:24:45 10 Q. And when I say "that true," that customers

11:24:47 11 were using self-support as an option, and you were

11:24:51 12 having to compete against that?

11:24:53 13 A. Yes.

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12:02:28 14 You testified in May of 2009 that there
12:02:30 15 were about 81 customers that you could count that
12:02:35 16 were former TomorrowNow customers that were
12:02:39 17 currently then, in May of '09, at Rimini Street. Do
12:02:43 18 you recall that?
12:02:43 19 A. Yes.
12:02:44 20 MR. HOWARD: Objection. Beyond the scope.
12:02:45 21 THE WITNESS: Yes, I recall.
12:02:46 22 MR. COWAN: Q. And the only question I
12:02:48 23 have is, has that number increased since then?
12:02:51 24 MR. HOWARD: Objection. Beyond the scope.
12:02:54 25 THE WITNESS: I am sorry. Could you be

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12:02:54 1 more specific about the question?

12:02:57 2 MR. COWAN: Q. Yes. The question related

12:02:58 3 to Exhibit 1327 in May of '09, which you have in

12:03:03 4 front of you, was how many of the customers on

12:03:06 5 Exhibit 1327 were former TomorrowNow customers at

12:03:10 6 some point?

12:03:11 7 And my understanding is you provided an

12:03:14 8 approximate count of about 81, I think, back in May

12:03:18 9 of '09.

12:03:19 10 All I am asking now -- and you can count

12:03:22 11 them if you want. But do you have any understanding

12:03:24 12 whether you now have more than 81 customers at

12:03:27 13 Rimini Street that were former TomorrowNow

12:03:31 14 customers, or less?

12:03:32 15 MR. HOWARD: Objection. Beyond the scope.

12:03:35 16 THE WITNESS: I think there could be a few

12:03:38 17 that have -- that we added since that time that were

12:03:42 18 former TomorrowNow customers, and I think a few of

12:03:44 19 them have left.

12:03:46 20 MR. COWAN: Q. So is it -- as we sit here

12:03:48 21 in July of 2010, is the number still around 80?

12:03:56 22 MR. HOWARD: Objection. Beyond the scope.

12:03:57 23 THE WITNESS: I would estimate that it's

12:03:59 24 probably, given the number that have left and adding

12:04:02 25 a few, probably stayed somewhere in that range.

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12:04:31 1 MR. COWAN: I may be done. Let me look at
12:04:33 2 my notes real quick.
12:04:50 3 Q. Of any of the customers that left Rimini
12:04:53 4 Street since May of 2009 that you identified were
12:05:02 5 former TomorrowNow customers, had any of them gone
12:05:04 6 back to Oracle, to your knowledge?
12:05:06 7 MR. HOWARD: Objection. Beyond the scope.
12:05:07 8 MR. COWAN: Q. I am not asking for
12:05:09 9 specific customers. I am just asking for a yes or
12:05:11 10 no.
12:05:12 11 MR. HOWARD: Same objection.
12:05:17 12 THE WITNESS: Are you referring to back to
12:05:19 13 Oracle for support services?
12:05:22 14 MR. COWAN: Q. Correct.
12:05:23 15 A. I believe that's a possibility, that there
12:05:25 16 may be a few.
12:05:26 17 Q. Have you had any customers over any point
12:05:28 18 in time that have left Rimini Street and gone back
12:05:30 19 to Oracle for maintenance?
12:05:32 20 MR. HOWARD: Objection. Beyond the scope.
12:05:33 21 THE WITNESS: Yes.

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1 CERTIFICATE OF REPORTER

2 I, SARAH LUCIA BRANN, a Certified
3 Shorthand Reporter, hereby certify that the witness
4 in the foregoing deposition was by me duly sworn to
5 tell the truth, the whole truth, and nothing but the
6 truth in the within-entitled cause;

7 That said deposition was taken in
8 shorthand by me, a disinterested person, at the time
9 and place therein stated, and that the testimony of
10 the said witness was thereafter reduced to
11 typewriting, by computer, under my direction and
12 supervision;

13 That before completion of the deposition,
14 review of the transcript [X] was [] was not
15 requested. If requested, any changes made by the
16 deponent (and provided to the reporter) during the
17 period allowed are appended hereto.

18 I further certify that I am not of counsel
19 or attorney for either or any of the parties to the
20 said deposition, nor in any way interested in the
21 event of this cause, and that I am not related to
22 any of the parties thereto.

23 DATED: July 26, 2010

24 Sarah Lucia Brann

25 SARAH LUCIA BRANN, CSR No. 3887